

# **EXHIBIT 10**

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

## SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934 (Amendment No. )

☒ Filed by the Registrant☐ Filed by a Party other than the Registrant

## CHECK THE APPROPRIATE BOX:

☐ Preliminary Proxy Statement☐ Confidential, For Use of the Commission Only (as permitted by Rule 14a-6(e)(2))☒ Definitive Proxy Statement☐ Definitive Additional Materials☐ Soliciting Material Under Rule 14a-12**Bed Bath & Beyond Inc.**

(Name of Registrant as Specified In Its Charter)  
(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

## PAYMENT OF FILING FEE (CHECK ALL BOXES THAT APPLY):

☒ No fee required.☐ Fee paid previously with preliminary materials.☐ Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.

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# voting roadmap

## PROPOSAL 1

## election of directors














The Board recommends a vote **FOR** each director nominee



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## our director nominees at-a-glance

|                                                                                     | Name, Age and Primary Occupation                                                                                                 | Independent | # of other Current Public Company Directorships | Director Since | Committees |   |   |
|-------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------|-------------|-------------------------------------------------|----------------|------------|---|---|
|                                                                                     |                                                                                                                                  |             |                                                 |                | A          | P | N |
|    | <b>Harriet Edelman, 66 (Chair)</b><br>Vice Chair, Emigrant Bank                                                                  | ✓           | 2                                               | 2019           |            |   |   |
|    | <b>Mark J. Tritton, 58</b><br>President and Chief Executive Officer, Bed Bath & Beyond Inc.                                      |             | 1                                               | 2019           |            |   |   |
|    | <b>Marjorie Bowen, 57</b><br>Private investor and public company director                                                        | ✓           | 1                                               | 2022           |            |   |   |
|    | <b>Sue E. Gove, 63</b><br>President, Excelsior Advisors, LLC                                                                     | ✓           | 2                                               | 2019           | ✓ ●        |   | ✓ |
|  | <b>Jeffrey A. Kirwan, 55</b><br>Chairman, Maurices Inc.                                                                          | ✓           | 0                                               | 2019           |            | ✓ |   |
|  | <b>Shelly Lombard, 62</b><br>Private investor, independent consultant and public company director                                | ✓           | 1                                               | 2022           |            |   |   |
|  | <b>Benjamin Rosenzweig, 37</b><br>Partner, Privet Fund Management LLC                                                            | ✓           | 2                                               | 2022           |            |   |   |
|  | <b>Joshua E. Schechter, 49</b><br>Private investor and public company director                                                   | ✓           | 2                                               | 2019           | ✓ ●        |   |   |
|  | <b>Minesh Shah, 48</b><br>Chief Operations Officer, Stitch Fix, Inc.                                                             | ✓           | 0                                               | 2022           |            |   |   |
|  | <b>Andrea M. Weiss, 67</b><br>Founding Partner, The O Alliance, LLC; Chief Executive Officer and Founder, Retail Consulting Inc. | ✓           | 3                                               | 2019           | ✓ ●        |   |   |
|  | <b>Ann Yerger, 60</b><br>Advisor, Spencer Stuart North America Board Practice                                                    | ✓           | 0                                               | 2019           |            | ✓ | ✓ |

**A** Audit Committee
**P** People, Culture and Compensation Committee
**N** Nominating and Corporate Governance Committee
 Committee Chair
 Audit Committee Financial Expert